

State of New Jersey



Department of State

I, the Secretary of State of the State
of New Jersey, do hereby Certify that the foregoing is a true
copy of the Certificate of Incorporation
of ASPIRA INC. OF NEW JERSEY

and the endorsements thereon;
as the same is taken from and compared with the original filed
in my office on the 26th day of December A.D.
1968, and now remaining on file and of record therein.

In Testimony Whereof, I have hereunto
set my hand and affixed my Official
Seal at Trenton, this 27th
day of December A.D. 1968.

G. Edward Crain



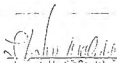
I, Lloyd W. McCorkle, Commissioner of the Department of Institutions and Agencies of the State of New Jersey, do hereby certify that the foregoing Certificate of Incorporation of

ASPIRA INC. OF NEW JERSEY

has been examined by me and I hereby approve same and direct that the said Certificate shall be filed in accordance with Section 15:1-15 of the Revised Statutes of 1937.

Nothing in this approval contained shall be deemed to authorize or prohibit the said corporation or its officers or agents to solicit funds either publicly or privately to carry into effect the purposes described in the Certificate of Incorporation, since such authorization is not within the jurisdiction of this Department, but rather is a matter for regulation by appropriate municipal officials.

Date DECEMBER 11, 1968



Lloyd W. McCorkle
Commissioner of Institutions
and Agencies of New Jersey

STATE OF NEW JERSEY)

ss.:

COUNTY OF ESSEX)

BE IT REMEMBERED, that on this day of

A.D. 1968, before me, a Notary Public in and

for the State of New Jersey, personally appeared SARAH

ZARAGOZA, MARIA D. BLAKE, HILDA HIDALGO, PERSEVERANCO

MIRANDA, GLORIA del TORO, MANUEL MORAN and MARIA GONZALEZ

who I am satisfied are the persons named in and who executed
the foregoing certificate, and I having first made known to
them the contents thereof, they did each acknowledge that they
signed, sealed and delivered the same as their voluntary act
and deed, for the uses and purposes therein expressed.

Sworn to and subscribed before me
this 19 day of June 19 68

Maria Gonzalez

MARIA GONZALEZ
NOTARY PUBLIC OF NEW JERSEY
My Comm. Expires Dec 1, 1970

CERTIFICATE OF INCORPORATION

OF

ASPIRA INC. OF NEW JERSEY

THIS IS TO CERTIFY that the undersigned do hereby associate themselves into a corporation, under and by virtue of the provisions of an Act of the Legislature of the State of New Jersey, entitled by Title 15 of the Revised Statute, "Corporations and Associations Not For Profit", and the several supplements thereto and acts amendatory thereof:

FIRST: The name of this corporation is
ASPIRA INC. OF NEW JERSEY.

SECOND: The purpose or purposes for which the corporation is organized are:

(A) That the objectives and purposes for which said Corporation is formed shall be exclusively charitable and educational, within the meaning of Section 501 (c) (3) of the United States Internal Revenue Code of 1954 as the same may be amended.

To develop the intellectual and creative capacity of Puerto Ricans and all others without regard to race, creed, color or national origin by motivating and orienting said Puerto Ricans and all others without regard to race, creed, color or national origin to enter and/or continue their education in the professions, the arts and the

technical fields so that such persons may offer their training, skills and dedication to the betterment of the community and the solution of community problems;

To plan, create, program, carry out, implement and coordinate through studies, research, surveys, consultation, supervision, guidance, counselling and action a comprehensive program designed to develop, motivate and orient all capable applicants in and toward the education and intellectual development of themselves and to do any and all lawful acts and things which may be necessary, useful, suitable, desirable or proper for the furtherance and attainment of any or all of the purposes of the corporation.

(B) In furtherance of its charitable and educational purposes set out in Section (A), but not for any other objects or purposes, the Corporation may exercise the following powers to the extent permitted by law:

(1) To acquire by gift, legacy, bequest, devise, grant, purchase, exchange, lease, funds and property (both real and personal), without limitation as to amount or value, and to hold, invest, re-invest, administer, use and expend, donate the same or any part thereof exclusively for the objectives and purposes set out in Section A.

(2) To do everything, and anything, reasonably and lawfully necessary, proper, suitable or convenient to achieve the objects and purposes set out in Section (A), provided, however, that the Corporation may not

exercise any power, either expressed or implied, in such a manner as to disqualify the Corporation from exemption from income tax under Section 501 (c) (3) of the United States Internal Revenue Code of 1954, as the same may be amended.

THIRD: It is the intencion of this Corporation at all time to qualify and remain qualified as exempt from income tax under Section 501 (c) (3) of the United States Internal Revenue Code of 1954, as the same may be amended.

Accordingly:

(A) The Corporation shall not be conducted or operated for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member or individual; nor shall any of such net earnings nor any of the property or assets of the Corporation be used other than for the objective and purposes of the Corporation set out in Section (a).

(B) No part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall the Corporation participate in, or intervene in (by the publishing or distributing of statements or otherwise), any political campaign on behalf of any candidate for public office.

(C) In the event of a liquidation, dissolution, termination or winding up of the Corporation (whether voluntary, involuntary or by operation of law) none of the

able in any way to any individual, corporations or other organizations, except to corporations or other organizations located in the United States which qualify as exempt from income tax under Section 501 (c) (3) of the United States Internal Revenue Code of 1954, as the same may be amended.

(D) No corporation or other organization shall be eligible as a donee, grantee, assignee, distributee, or other transferee of the Corporation unless such corporation or other organization shall be located in the United States and shall either be qualified as exempt from income tax under Section 501 (c) (3) of the United States Internal Revenue Code of 1954, or be an organization, contributions to which are deductible under Section 170 (c) (1) of such Code, as such Sections may be amended.

FOURTH: The names and post office addresses of the directors who shall also be members and shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Sarah Zaragoza	92 Thomas Street Newark, New Jersey
Maria D. Blake	12 Webster Place East Orange, New Jersey
Hilda Hidalgo	234 Broadway Newark, New Jersey
Fernando Miranda	111 Sumner Avenue Newark, New Jersey

Gloria del Toro

409 Elizabeth Avenue
Newark, New Jersey

Manuel Moran

144 Adams Street
Newark, New Jersey

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The number of directors shall be not less than five nor more than fifty as may be determined, from time to time, by the membership. At least one of the directors in office shall be resident of the State of New Jersey.

In furtherance and not in limitation of the powers conferred, the members are explicitly authorized to make, alter, amend, and repeal such By-Laws as they shall deem proper for all purposes, including, but without limitation:

(a) Election of new and additional members, voluntary withdrawal, censure, suspension and expulsion of members, and

(b) Determining the number, times and manner of choosing, qualification, terms of office, official designation, powers, duties and compensation of its officers and directors, and

(c) Defining a vacancy in the Board of Directors or any other office and the manner of filling it.

(d) The number and qualification of members.

(e) The qualification of voters, individually or by groups.

(f) The number and qualification of Directors,

(g) The qualification of Directors into classes so that the term of Directors of different classes may expire at different times.

The By-Laws of the corporation shall control